











Code of Conduct the way we do business

Welcome to our Code of Conduct

This Code on a Page is a quick reference quide to how we do business – **doing the right things for our people**, doing the rights things for our business and doing the right things for our world.

Doing the right things...



Staying safe: it's so important that we make sure we do everything we can so that everyone can go home safely. Each and every one of us has a responsibility to look after our own health, safety and wellbeing, and also that of the people who work with or for us.

Respecting each other: we're all different people and as a business, we embrace diversity and treat everyone equally. So when we're working together, we respect each other and we exclude no one. There is no room at Marshalls for discrimination, bullying, harassment or abuse of any kind.



Sustainable procurement: working closely with our supply chain is really important to us. We're working hard to establish robust procedures and processes to ensure we have ethical practices in place and supply chain transparency.

Data protection: we respect everyone's privacy and treat personal data according to the law. Equally, we expect partners and suppliers to put controls in place and act accordingly when dealing with our data.



Ethics and honesty: we have a strong reputation and we believe in doing the right things, for the right reasons, in the right way. Maintaining our reputation is key and we need to do this by being transparent, behaving ethically and being honest.



Anti-corruption: we do not accept or make bribes. We do not accept gifts or hospitality that go against our policies. Our stance on corruption is clear – we want no part of it and will work diligently to ensure it has no place in our business.



Protecting and respecting human rights:

as participants of the UN Global Compact, it's paramount for us to ensure the rights of the people working for us and in our supply chains are protected. We're clear on the steps we need to take to ensure we make a positive impact on all our communities.

Looking after our world: we want to minimise our impact on the environment so it's our responsibility, working together with our stakeholders, to reduce carbon emissions, save energy and use resources efficiently. It's only by working together that we'll make a difference to our world.

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How we do things is just as important as what we do. The Marshalls Code of Conduct clearly lays out what we expect of our people, our suppliers, our partners and our stakeholders when it comes to doing business in the right way.

We have a long and proud history. We've been around for over 130 years and the way we do business has always set us apart. Our strong brand reputation and the external accolades we've received show exactly who we are and what we stand for

Having a Code of Conduct matters to Marshalls. We expect high standards and this Code of Conduct is based on our company policies and the laws and regulations that apply to our business.

While it provides sound guidance, the Code won't cover every situation. If you're ever unclear, make sure you seek help. For each part of our Code of Conduct, we have provided details of where you can get further support.

Our reputation depends on the integrity of our actions, so it's really important that you read this Code of Conduct as we're all responsible for upholding its principles.

If you'd like a shorter version, there's a handy **Code on a** Page on page 2. The Code on a Page is a guide to how we do business and sets out clearly the expectations for our people, our suppliers and our stakeholders.



How to use this code

Use your phone to scan the QR codes in this guide to read or download more information.

For IOS, open your camera and hold it over the QR code. For Android, download a QR reader you to the webpage automatically, or a linked box will appear on the screen.



About us

We are one of the UK's leading supplier of hard landscaping, building and roofing materials. From paving to drainage, bollards to roof tiles, we offer a wide range of products for the built environment.

Marshalls manufactures and supplies products for both the commercial and domestic markets. These are the three divisions:



Paving, kerbs, edgings, walling and protective street furniture



Drainage and water management solutions, concrete bricks, masonry, mortar, screeds and aggregates



Pitched roof systems and solar roof tiles



"Creating better net positive futures is what we aspire to. It's much more than the products we offer - it's our promise that we'll do what's right for the people we work with, the communities we work in, and the countries where we operate.

I want there to be no doubt about how we work at Marshalls. This Code of Conduct makes our expectations absolutely clear. If you find any of our employees, suppliers, partners or stakeholders falling short of our commitments, we want you to tell us. When it comes to challenging practices or behaviours that don't meet our high standards, we all have a responsibility to ensure we do business in the right way."



Our mission is to deliver sustainable growth through brands that drive customer specification of innovative product solutions for the built environment

Our strategic goal is to become the UK's leading manufacturer of products for the built environment



We do the right things, for the right reasons, in the right way. This is The Marshalls Way of doing business - and it's enabled us to become the UK's leading hard landscaping manufacturer. But, what do all these things really mean to us?

For our Marshalls people, it means working together as one team. Guided by strong principles, it's about operating in the most ethical and sustainable way. We all understand that when we Act With Courage and Inspire With Purpose then we can help Shape The Future so that we Win Together.



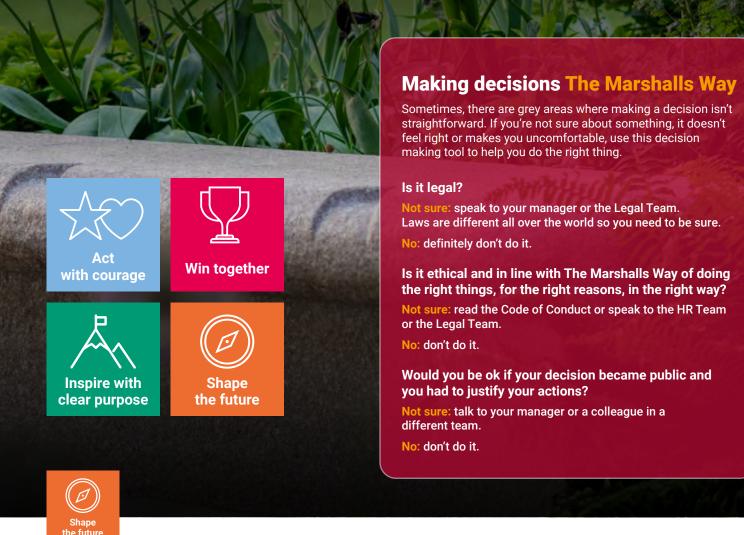
We Act with Courage by taking responsibility for every action. We persevere and face things head on with a 'can do' attitude. We're proud of our depth of experience, but we're humble enough to never stop learning.



We Win Together by continuously developing our business and our people. We strive to meet the needs and expectations of our customers and stakeholders. We break down boundaries by proactively proposing solutions, and we do this together with respect for each other.



We set clear expectations for those we work with and for ourselves. We Inspire with Clear Purpose, letting our passion and pride shine. We're motivated by our own high standards to deliver marketleading quality to customers. We know that brilliance comes from every single one of our people being able to contribute to our vision of Creating Better Net Positive Futures.



Operating in the most ethical and sustainable way is a commitment we make to our customers, partners, stakeholders and the communities where we operate. We keep this commitment by considering the long term impact of every decision we make. We recognise that we can Shape the Future by putting people. communities and the environment first.

We do the right things, for the right reasons, in the right way.

It's The Marshalls Way and we expect all colleagues to demonstrate this in everything they do.

Our responsibilities

It is your responsibility to read this Code of Conduct



Our people

We expect our colleagues to hold those they work with accountable for ensuring actions and decisions are always in line with our Code of Conduct.



Our leaders

We trust our leaders to make the right decisions on behalf of our business. Our leaders set the tone for their teams, and through leading by example, they ensure our people never compromise on our values and the way we do business.



Our suppliers and partners

We carefully select our suppliers and partners because we know they share our beliefs. They are an extension of our business and our brands.



Conflicts of interest

These can happen in any part of our business. A conflict of interest is a situation where the relationship between two or more people has the potential to impact on decision-making for Marshalls.

Here are a couple of examples...

Example 1: a vacancy has arisen in your team and your brother applies for the job - there is a conflict of interest here so it's best to declare it and ask someone else to conduct the interview.

Example 2: you work in procurement and your partner's company tenders for a supply contract - there is a conflict of interest here. Make sure you declare it to your line manager so the contract tender can be conducted by someone else.

Raising a concern

We need to work together to make sure we're all working to the Code of Conduct and The Marshalls Way, as well as our policies and procedures. If something doesn't feel right, let us know.

Don't wait to speak up about a concern. If it feels like something is wrong, it probably is. Speaking up as early as possible allows us to deal with the issue quickly and efficiently. If we leave it, we might increase risk to someone's health and safety, break a law or do damage to our reputation.

Coming forward about something that concerns you is always the right thing to do. Be assured that we won't stand for any retaliation or discrimination of any kind against someone who raises a concern in good faith. Any concerns raised will always be treated confidentially, followed up discreetly and shared on a need-to-know basis only. We want to create the kind of environment where people feel comfortable telling us when something isn't quite right.

You can report your concerns through Safecall

Acting in good faith: Something happens at work and it doesn't feel right –perhaps it's something you've seen or something you've been asked to do. It doesn't feel right so you report it via Safecall or someone at Marshalls. Acting in good faith means that in reporting the issue, you are being sincere and attempting to give honest and accurate information.

Safecall is independent of Marshalls and is totally confidential. Call 08009 151571 or go to www.safecall.co.uk/report

Or you can report your concerns directly to:

Louise Furness, Chief People & ESG Officer louise.furness@marshalls.co.uk

Shiv Sibal, General Counsel & Company Secretary shiv.sibal@marshalls.co.uk

Elaine Mitchel-Hill, ESG & Human Rights Director elaine.mitchel-hill@marshalls.co.uk

Anti-bribery and corruption

It might seem obvious but at Marshalls, we don't tolerate the offering, giving, requesting, receiving, or acceptance of bribes in any form. When it comes to dealing with public officials, we don't allow any form of payment or other reward in order to influence them into giving an advantage to our business, whether or not it is intended.

This includes gifts or hospitality - given or received which are only acceptable when their value is negligible. For colleagues wanting more information on what we see as negligible value, check out our Gifts & Hospitality Policy on Marshalls NOW.

> **Definition:** a bribe is the giving or receiving of something of value with the intention of influencing an individual, company or public body to perform improperly. This may include showing favouritism, acting in bad faith or acting in a way that is inconsistent with a position of trust. Bribes include facilitation payments, kickbacks and any other reward, favour or payment.



Fraud, deception and dishonesty

We will not defraud or deceive anyone or act dishonestly. We will protect our business against fraud of any kind.

The definition of fraud varies from country to country, however it always involves deception and dishonesty. It's fraud when you deliberately try to deceive someone, act dishonestly or abuse your position to gain any kind of material advantage, or involve anyone else to do so.

Fraud is a criminal offence in most countries. In some countries, like the UK and US, you can in certain circumstances be prosecuted just for being careless or reckless in letting it happen, even though you might not have deliberately set out to commit fraud yourself.

The best thing to do is to never knowingly seek to gain an advantage of any kind by acting fraudulently, deceiving people or making false claims, or allowing anyone else to do it on your behalf or the behalf of Marshalls. This includes defrauding or stealing from Marshalls, one of our customers or any third party, and any kind of dishonest use of someone else's property.

False claims

This kind of fraud also includes knowingly or recklessly misrepresenting or inaccurately recording time spent or materials or services provided, and concealing defects or fabricating evidence - even if the client requests or supports what we are doing.

We will not claim for something we don't honestly believe we are entitled to, and we will support all claims with transparent documentary evidence.





Doing the right things for our people



Did you know?

All Marshalls employees are paid the real Living Wage and we're accredited by the Living Wage Foundation. The real Living Wage is often confused with the National Living Wage – but it is in fact higher and employers choose to pay it voluntarily.





Staying safe

Did you know?

At Marshalls, we have **Mental Health First** Aiders whose role it is to be a point of contact for any colleague who is experiencing a mental health issue or emotional distress. This could range from having an initial conversation through to supporting the person to get the appropriate help.

Anyone who works for or with Marshalls must proactively support and promote a safe working environment at all times by:

- Putting physical and mental wellbeing of themselves and others firmly at the centre of everything we do
- Taking the lead by challenging unsafe behaviour and proactively promoting a safe working culture for everyone
- Supporting those who challenge unsafe practices, and hold people to account
- Making sure everyone is involved, informed and fully engaged in good health and safety practices
- Reporting potentially unsafe incidents, reporting all injuries and supporting full investigations so we can learn
- Coming to work in a fit condition to perform our job, free from the influence of alcohol or illegal drugs in line with the Marshalls Drug and Alcohol Policy



Health and Safety

You can access our Health and Safety Policy here or by scanning this QR code.

Respecting each other

We recognise and appreciate the value that different backgrounds and perspectives bring to the workplace.

We want our teams to reflect the diverse nature of society and the communities we operate in.

What does this mean when we're at work?

- We respect each other
- We listen to other people's views
- We don't discriminate or treat someone unfairly based on their age, race, religion, national or ethnic origin, colour, gender, sexual orientation, pregnancy or maternity, marital status, disability unrelated to the task in hand, union membership or political affiliation
- We treat each other as we would want to be treated
- We do not tolerate abuse of any kind, either physical or verbal

Diversity and Inclusion Policy

You can access our Diversity and Inclusion Policy here or by scanning this QR code.





All of our job adverts now include our very clear equal opportunities statement:

Whoever you are and whatever your background, at Marshalls you'll find a fair and supportive workplace. You are unique and we want you to bring every part of who you are to work, every day.

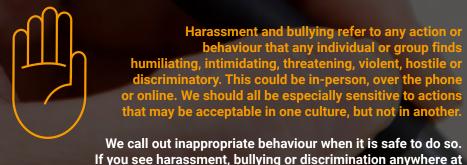
We're committed to ensuring equal opportunities for everyone. To us, this is more than a legal, moral or ethical necessity - it's the right thing to do! We call this doing business The Marshalls Way.

We want our team to reflect the diverse nature of society and the communities we serve. Marshalls is a workplace where you are valued for the contribution you make, and where you can grow and develop by being entirely yourself!



Our Code of Conduct makes it absolutely clear that we do not tolerate any kind of harassment, bullying or discrimination against anyone who works for us or with us. We also do not tolerate behaviour or attitudes that support harassment, bullving or discrimination.

Marshalls We are fully committed to creating a working environment in which everyone is respected and can flourish equally, without fear and we will challenge behaviour that contradicts this.



Marshalls, let us know - tell your manager, contact HR or get

in touch with Safecall (see page 11 for details).

Doing the right things for our business



Did you know?

Marshalls has achieved **BES 6001 accreditation** for Responsible Sourcing and ELS 6002 for **Ethical Labour Sourcing.**





Marshalls quality

Our Quality Policy sets out the high standards that we apply to the manufacturing of Marshalls products.

All of our products are designed, manufactured and procured to the required British and/or European Standards, or other customer requirements. We also ensure Marshalls products are independently certified and carry the Kitemark where applicable.

We make this commitment to the quality of our products because we know our customers trust us to deliver the highest standards. We will never compromise on product quality.

Our quality values:

- Quality and safety always come first
- Quality is everyone's responsibility and we are all accountable for it
- We will never knowingly allow sub-standard or defective products to reach our customers
- We know and understand the standards and specifications for our products, and ensure that we meet or exceed them
- We will always look for ways to improve the quality of our products and reduce waste



Quality Policy Statement

You can access our Quality Policy Statement here or by scanning this OR code.

Sustainable procurement

The Marshalls Code of Conduct reflects our absolute commitment to ethical and sustainable procurement practice.

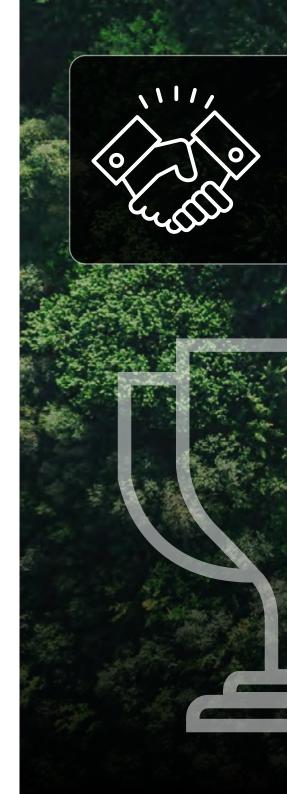
Working together to deliver best value

When it comes to procurement, we make sure that all the money we spend delivers Best Value. This means ensuring that all the materials, goods and services that we buy are good quality, bought at a fair price, and sustainable both socially and environmentally. These are some of the factors we consider:

- Initial investments, ongoing costs and cash efficiency
- · Quality, reliability and operational efficiency
- Competitive advantage gained through access to proprietary technology
- Willingness to share risk
- · Health and safety considerations
- Alignment with our commitment to ESG (environmental, social, governance)

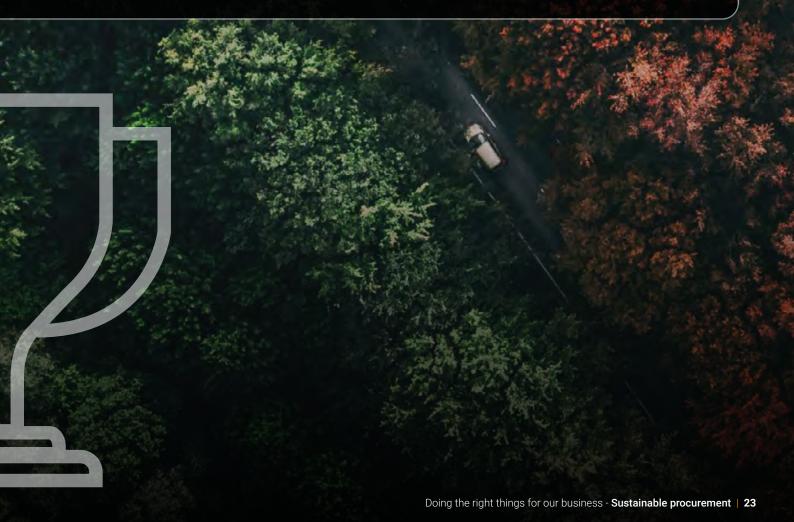
We'll only do business with responsible suppliers and contractors who can demonstrate:

- · A clear understanding of their supply chains, especially their areas of risk
- · Commitment to quickly making things right when they go wrong
- · Robust monitoring of processes and procedures
- And, where the rights of others have been breached, the ability to make sure swift and meaningful resolutions are delivered



Suppliers and partners - the commitments we make to each other in our business dealings

- 1. We are honest and transparent in all dealings, communicating clearly and in a timely manner
- 2. We support diversity, human rights and treat everyone equally
- 3. We regularly evaluate our own performance and the performance of our suppliers
- 4. We meet our corporate responsibility obligations
- 5. We work to resolve any issues as quickly as they arise, and in line with the Marshalls Code of Conduct



Procurement principles

Purchasing process

- We make our procurement process as transparent as possible whilst working within commercial and legal constraints
- We apply the relevant level of confidentiality of information in all our dealings
- We give all potential suppliers a fair and equal opportunity to win business
- · We're clear on process, timescales, expectations and selection criteria
- We provide feedback to all suppliers whether successful or not in obtaining our business
- We maintain an effective grievance procedure if things go wrong

We believe that a combination of collaborating with suppliers and encouraging competition promotes innovation and the delivery of best long-term value. The approach we take is determined by balancing our needs and the needs of our customers, along with supply market dynamics and supplier capability.

Sustainable sourcing

- We consider the environmental, social and ethical impacts of a purchase over the whole product or service lifecycle when we're choosing our suppliers
- We will only do business with suppliers and sub-contractors who comply with our policies, understand the impact of their operations and recognise their responsibility to protect the environment
- We respect the United Nations Universal Declaration of Human Rights and recognise our responsibility to observe those rights towards our employees and the communities in which we operate
- Suppliers and sub-contractors should, where appropriate, adapt their business practices to ensure that they meet with our Code of Conduct
- We do business with the highest degree of integrity and ethics and comply with all legal requirements of the countries where we operate
- We will not be a party to or tolerate the evasion of income, sales or value added taxes, customs duties or other charges
- We honour our contractual obligations to suppliers and sub-contractors including paying in line with agreed payment terms
- We respect the appropriate level of confidentiality of information shared



Protecting our reputation

To maintain our brand reputation, it's vital that information shared about us is authentic, consistent and complete.

We're really proud of our Marshalls and Marley brands

We work hard to protect and promote our reputation. We know that a misjudged comment, share or reply can have an impact on our business, as can sharing inaccurate information. So, please think before you post anything online about us and fact-check the contents beforehand. Because we are committed to transparency, we will challenge information that appears to be inaccurate.

When it comes to speaking for the business, we have a number of official spokespeople who are able to talk on our behalf publicly. Unless you are authorised to do so, please don't make any public statements on our behalf, either to the media or online.

Putting it into practice

- All media enquiries and public requests for information need to be forwarded to media@marshalls.co.uk
- Any requests for financial information should go to the Finance Department on 01422 312000
- For our people, we have a Social Media Policy which we require everyone to be familiar with this is available on Marshalls NOW

While we're happy for positive and non-confidential information about any work with Marshalls to be shared online, we ask that you:

- Don't bring the company into disrepute
- Don't share confidential information about our suppliers or customers
- Don't breach copyright (e.g. use someone else's content without permission)
- Don't post anything that could be considered as discrimination, bullying or harassment of any individual or group of individuals



Data protection

Keeping accurate records

When it comes to protecting data, keeping accurate records and data protection laws, we recognise that we have been trusted to handle and store personal data - either directly, or through trusted partners who hold and process personal data on our behalf. Whether the data is about our people, customers, partners or stakeholders, it's our responsibility to look after personal information. We uphold the privacy rights that everyone has when it comes to how their personal data is handled.

We have a comprehensive Data Protection Policy that every colleague in the Marshalls Group is expected to know and comply with. We ensure this is understood by delivering regular compulsory training.

Our data protection principles detail the ways in which we manage data. Data must:

- 1. Be used in a way that makes it clear to data subjects what is being done with their personal data, and is fair, reasonable and compliant with **Data Protection Laws**
- 2. Only be used in line with how we told the data subject we would use it and not for any wider, incompatible purposes
- 3. Be adequate, relevant and limited just to what we need it for
- Be accurate and, where necessary, kept up to date
- 5. Not be kept in a form which enables the identification of data subjects for any longer than necessary for the purpose for which the personal data is processed
- 6. Be stored and transferred securely
- 7. Be disposed of in a secure and timely manner when no longer required





Open and fair competition

We believe in open and fair competition. We'll only ever seek a competitive advantage through fair and lawful means.

Competition and antitrust laws

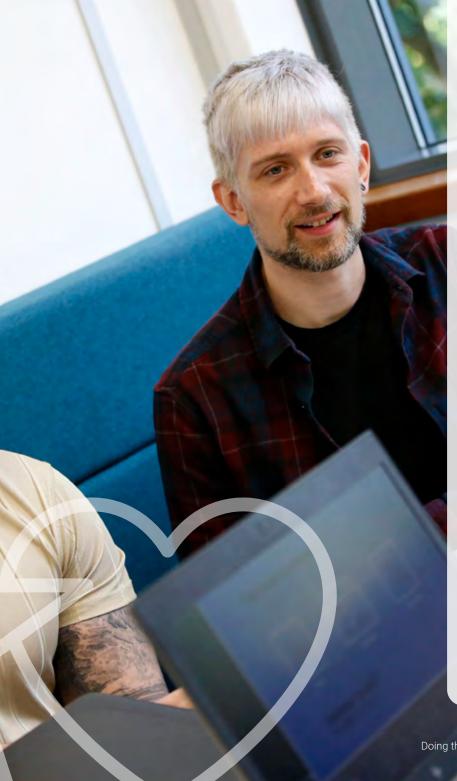
Over 100 countries around the world have developed competition or antitrust laws. They prohibit a variety of business practices that restrict free and fair competition, such as bid rigging, price fixing, cover pricing or market sharing.

They differ by country and can be very complex. Violations of these laws are very serious, and can result in significant fines, other penalties, debarment, and even prison.

We want to compete in a marketplace that is fair, open and honest, and we want everyone to know this is how we will always behave. Our policy is to comply with competition and antitrust laws wherever we do business, and we expect you to do the same. Companies that compete fairly and responsively are companies who will survive and prosper.

We want to work with strong suppliers and partners who succeed on the merits of their service offering, not by resorting to unfair tactics to gain improper advantage.







Never share with us:

Information you receive from or about our competitors or their bids

The bids you make to our competitors. You suffer too if we have to withdraw from a bid as a result



Always:

Report anti-competitive behaviour if you see it or suspect it

Return immediately any confidential information you should not have received

If you are unsure or have any concerns, contact the Legal Team:

Shiv Sibal

General Counsel & Company Secretary shiv.sibal@marshalls.co.uk

Caroline Thompson-Hayes

Senior Legal Counsel & Assistant Company Secretary caroline.thompson-hayes@marshalls.co.uk





Protecting and respecting human rights

Marshalls has been a United Nations Global Compact (UNGC) signatory since 2009. As an active participant, we have made a public commitment to uphold the ten principles which support the pillars of human rights, labour, environment and anti-corruption.

UNGC PRINCIPLES

Human Rights

Principle 1: Businesses should support and respect the protection of internationally proclaimed human rights; and

Principle 2: make sure that they are not complicit in human rights abuses.

Labour

Principle 3: Businesses should uphold the freedom of association and the effective recognition of the right to collective bargaining;

Principle 4: the elimination of all forms of forced and compulsory labour;

Principle 5: the effective abolition of child labour; and

Principle 6: the elimination of discrimination in respect of employment and occupation.

Environment

Principle 7: Businesses should support a precautionary approach to environmental challenges;

Principle 8: undertake initiatives to promote greater environmental responsibility; and

Principle 9: encourage the development and diffusion of environmentally friendly technologies.

Anti-corruption

Principle 10: Businesses should work against corruption in all its forms, including extortion and bribery.

Marshalls supports human rights as laid out in the Universal Declaration of Human Rights and we work diligently in all respects to support and uphold the UN Guiding Principles on Business & Human Rights.



Human Rights Policy

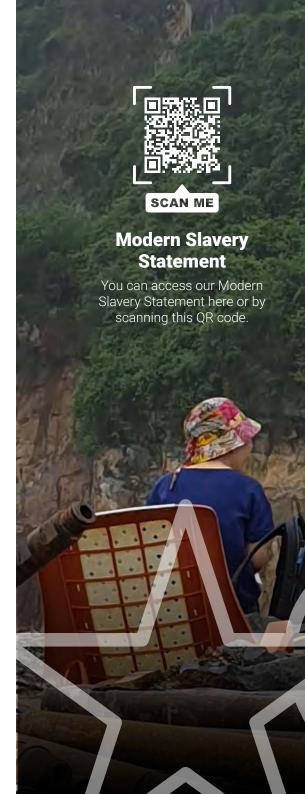
You can access our Human Rights Policy here or by scanning this QR code.

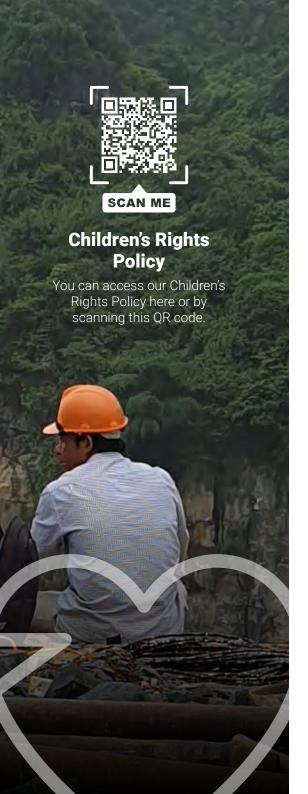
Taking action against slavery

We comply with the employment laws of every country in which we operate, and we expect those with whom we do business to do the same. We are fully committed to tackling modern slavery and human trafficking and work collaboratively with partners to share knowledge and learnings.

We are focusing on several areas of activity:

- **Strategic collaboration** to accelerate the eradication of modern slavery by actively engaging with the ILO Child Labour Platform and the UN Global Compact PACE investor initiative focusing on the worst forms of child labour. We also continue to work with Traffik Analysis Hub to further develop our supply chain mapping programme
- Remediation and support for victims/survivors by working with Bright Future – work placement/job programme for survivors of modern slavery in the UK
- Human rights due diligence systems by rolling out our enhanced supplier systems and processes and undertaking advanced supply chain network mapping for all high risk suppliers
- **Effectiveness in identifying and preventing slavery** by rolling out live monitoring and our Safecall whistleblowing hotline in high risk geographies for natural stone
- Reporting on efforts to address the root causes of salient human rights issues: child labour, bonded labour, prison labour and forced labour
- Delivery of modern slavery training which empowers and assists internal decision-making in support of human rights





Spotting the signs

Here are some examples of what to look for when spotting the signs of modern slavery. If you see anything that you think isn't right, let us know immediately.

- The person acts as if instructed by another
- They might appear to be scruffy in appearance and wear the same clothes every day
- They may appear to be injured in some way
- They look to be fearful or paranoid
- They exhibit anxious behaviour
- They avoid eye contact
- They appear to lack health and dental care
- They appear to be malnourished
- They rarely interact with others
- They're never left alone
- They may not have identification if asked
- They might be dropped off and collected from work on a regular basis either very early or late at night

In children

- They're being cared for by an adult who is not their parent or quardian
- The relationship between the child and the person caring for them gives a reason for concern
- They may be missing school they're of school age, but not at school
- They may not always demonstrate outward signs of distress and may have a 'bond' with those exploiting them and have been groomed to not disclose their abuse

Protecting the environment

We care about the natural world and we recognise our responsibility to the environment, by making a commitment to achieving the highest standards of environmental, energy and carbon performance.

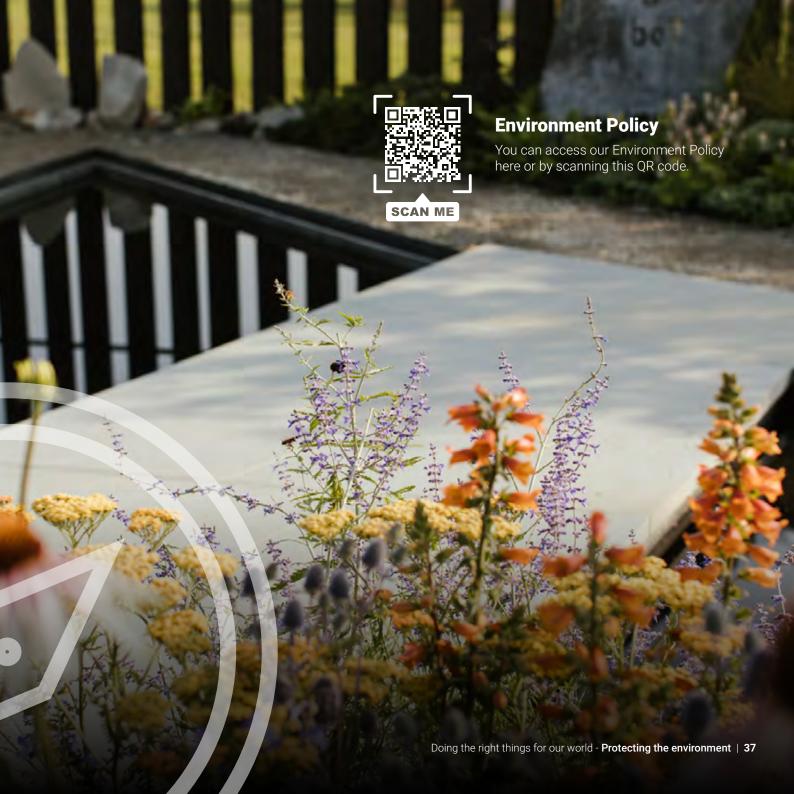
For us, this is about working hard to protect the environment by reducing our carbon footprint, preventing pollution from our operations and restoring our quarries. It's also about eliminating waste, recycling and reducing our use of plastic. We operate to established management systems for environment and energy management (ISO 14001 and ISO 50001) to make sure all our operations meet or exceed the requirements of legislation and best practice.

By monitoring, measuring and reporting our environmental and energy performance, we can show our progress. So whether it's an update on our science-based targets for carbon reduction or how we manage biodiversity at our sites, we want our partners and suppliers to know this is really important to us.

Working together, we can join forces to make a positive difference to the environment around us. So just as we hold ourselves to our high standards and the targets we've set, we also expect our suppliers to be making progress on their own carbon reduction journeys.

As a business, we aim to be successful and profitable, but not at the expense of the environment or by exploiting individuals and communities. We expect all our suppliers, sub-contractors, consultants and partners to work with us and look for ways they can help us achieve our environmental targets.





Creating better net positive futures

